

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11  
MOTORS LIQUIDATION COMPANY, et al., : Case No.: 09-50026 (MG)  
f/k/a General Motors Corp., et al., :  
:  
Debtors. : (Jointly Administered)  
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**DECLARATION OF EDWARD S. WEISFELNER  
IN SUPPORT OF THE SIGNATORY PLAINTIFFS' AND PARTICIPATING  
UNITHOLDERS' OPENING BRIEF REGARDING NEW GM'S PHASE 1 STANDING**

I, Edward S. Weisfelner, hereby declare as follows:

1. I am a partner with the law firm of Brown Rudnick LLP, Designated Counsel for the Ignition Switch Plaintiffs and certain Non-Ignition Switch Plaintiffs in the Bankruptcy Court.
2. I respectfully submit this declaration in support of *the Signatory Plaintiffs' and Participating Unitholders' Opening Brief Regarding New GM's Phase 1 Standing* (the "Brief"), filed contemporaneously herewith.<sup>1</sup> This declaration is based on my own personal knowledge.
3. After certain Plaintiffs filed motions seeking leave to assert late-filed claims against the GUC Trust, the Signatory Plaintiffs, the GUC Trust, and the Participating Unitholders began negotiating a settlement. The parties exchanged over 20 drafts of the Settlement Agreement over the course of more than two months, reaching agreement on all or virtually all core terms by the beginning of July 2017 and finalizing the Settlement Agreement, together with a slew of ancillary documents, in early August. A true and correct copy of the Settlement Agreement is attached hereto as **Exhibit A**.

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<sup>1</sup> Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Brief.

4. The arms-length, extensive negotiations resulted in a detailed and complete Settlement Agreement (with the Settlement Order, attached hereto as **Exhibit B**, and Claims Estimate Order, attached hereto as **Exhibit C**, as exhibits), and numerous additional documents:

- a motion pursuant to Bankruptcy Rule 9019 to approve: (i) the Settlement Agreement (which is not dependent on entry of a Claims Estimate Order); and (ii) the Claims Estimate Order, attached hereto as **Exhibit D**;
- supporting declarations from Wilmington Trust Company, as administrator of the GUC Trust, and counsel to the Signatory Plaintiffs, attached hereto as **Exhibits E-H**;
- a Notice Procedures Motion, attached hereto as **Exhibit I**;
- forms of notices to Plaintiffs and Unitholders, attached hereto as **Exhibits J-L**; and
- a declaration from the notice provider in support, attached hereto as **Exhibit M**.

5. Attached hereto as **Exhibit N** is a true and correct copy of an excerpt of the October 3, 2017 hearing transcript.

6. Attached hereto as **Exhibit O** is a true and correct copy of an excerpt of the August 17, 2017 hearing transcript.

I declare under penalty of perjury that to the best of my knowledge, information and belief, the foregoing is true and correct.

Dated: November 13, 2017  
New York, New York

/s/ Edward S. Weisfelner  
Edward S. Weisfelner